

**Form 45-102FI**

**Notice of Intention to Distribute Securities under Section 2.8 of  
NI 45-102 Resale of Securities**

**Reporting issuer**

1. Name of reporting issuer: **Newcastle Energy Corp.**

**Selling security holder**

2. Your name: Charles Haegelin  
Haegelin Family LLC  
Haegelin Family Trust LLC  
Zia Trust Inc. as Cust for Charles A. Haegelin IRA

(collectively the "Offerer")

3. The offices or positions you hold in the reporting issuer: None
4. Are you selling securities as a lender, pledgee, mortgagee or other encumbrancer? No
5. Number and class of securities of the reporting issuer you beneficially own:  
1,590,963

**Distribution**

6. Number and class of securities you propose to sell: 1,590,963
7. Will you sell the securities privately or on an exchange or market? If on an exchange or market, provide the name. The shares will be sold privately.

**Warning**

**It is an offence to submit information that, in a material respect and in light of the circumstances in which it is submitted, is misleading or untrue.**

**Certificate**

I certify that

- (1) I have no knowledge of a material fact or material change with respect to the issuer of the securities that has not been generally disclosed; and
- (2) the information given in this form is true and complete.

Date: March 20, 2017.

**Charles Haegelin**

Your name (Selling security holder)

Signed:

"Denise Penners Atty-in-Fact"

Your signature (or if a company, the signature of your authorized signatory)

Denise Penners Atty-in-Fact

Name of your authorized signatory

**Haegelin Family Trust LLC**

Your name (Selling security holder)

Signed:

Denise Penners

Your signature (or if a company, the signature of your authorized signatory)

Denise Penners

Name of your authorized signatory

**Haegelin Family LLC**

Your name (Selling security holder)

Signed:

" Denise Penners "

Your signature (or if a company, the signature of your authorized signatory)

Denise Penners

Name of your authorized signatory

**Zia Trust Inc. as Cust for**

**Charles A. Haegelin IRA**

Your name (Selling security holder)

Signed:

"Shelley McGuire, IRA Officer "3/15/17"

Your signature (or if a company, the signature of your authorized signatory)

Shelley McGuire, IRA Officer

Name of your authorized signatory

**INSTRUCTION:**

File this form electronically through SEDAR with the securities regulatory authority in each jurisdiction where you sell securities and with the Canadian exchange on which the securities are listed. Where the securities are being sold on an exchange, the form should be filed in every jurisdiction across Canada.

**Notice to selling security holders - collection and use of personal information**

The personal information required in this form is collected for and used by the listed securities regulatory authorities to administer and enforce securities legislation in their jurisdictions. This form is publicly available by authority of National Instrument 45-102 and the securities legislation in each of the jurisdictions. The personal information collected will not be used or disclosed other than for the stated purposes without first obtaining your consent.

Corporate filers should seek the consent of any individuals whose personal information appears in this form before filing this form

If you have questions about the collection and use of your personal information, or the personal information of your authorized signatory, contact any of the securities regulatory authorities listed below.

**Alberta Securities Commission**

4th Floor, 300 - 5th Avenue SW

Calgary, AB T2P 3C4

Attention: Information Officer

Telephone: (403) 297-6454

Facsimile: (403) 297-6156

**British Columbia Securities Commission**

P.O. Box 10142, Pacific Centre  
 701 West Georgia Street  
 Vancouver, BC V7Y 1L2  
 Attention: Manager, Financial and Insider Reporting  
 Telephone: (604) 899-6730 or (800) 373-6393 (in B.C.)  
 Facsimile: (604) 899-6506

**Securities Commission of Newfoundland and Labrador**

P.O. Box 8700  
 2nd Floor, West Block Confederation Building  
 75 O'Leary Avenue  
 St. John's, NFLD AB 416  
 Attention: Director of Securities  
 Telephone: (709) 729-4189  
 Facsimile: (709) 729-6187

**Department of Justice, Northwest Territories Legal Registries**

P.O. Box 1320  
 1st Floor, 5009-49th Street  
 Yellowknife, NWT X1A 2L9  
 Attention: Director, Legal Registries  
 Telephone: (867) 873-7490  
 Facsimile: (867) 873-0243

**Nova Scotia Securities Commission**

2nd Floor, Joseph Howe Building  
 1690 Hollis Street  
 Halifax, NS B3J 3J9  
 Attention: Corporate Finance  
 Telephone: (902) 424-7768  
 Facsimile: (902) 424-4625

**Department of Justice, Nunavut****Legal Registries Division**

P.O. Box 1000 - Station 570  
 1st Floor, Brown Building  
 Iqaluit, NT XOA OHO  
 Attention: Director, Legal Registries Division  
 Telephone: (867) 975-6190  
 Facsimile: (867) 975-6194

**Ontario Securities Commission**

Suite 1903, Box 55, 20 Queen Street West  
 Toronto, ON M5H 3S8  
 Attention: Administrative Assistant to the Director of Corporate Finance  
 Telephone: (416) 593-8314  
 Facsimile: (416) 593-8177

**Prince Edward Island Securities Office**

Consumer, Corporate and Insurance Services  
 Division Office of the Attorney General  
 P.O. Box 2000  
 Charlottetown, PE CIA 7N8  
 Attention: Registrar of Securities  
 Telephone: (902) 368- 4550  
 Fax: (902) 368-5283

**Saskatchewan Financial Services Commission  
Securities Division**

6th Floor, 1919 Saskatchewan Drive  
Regina, SK S4P 3V7  
Attention: Deputy Director, Legal  
Telephone: (306) 787-5879  
Facsimile: (306) 787-5899

**Autorité des marchés financiers**

Tour de la Bourse  
800 square Victoria  
C.P. 246, 22e étage  
Montreal, Quebec H4Z 1G3  
Attention: Responsable de l'accès à l'information